GARTNER, BROCK AND SIMON O

SUITE 203

1660 PRUDENTIAL DRIVE, 32207 P.O. BOX 10697, 32247-0697

JACKSONVILLE, FLORIDA

TELEPHONE (904) 399-0870

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June 12, 2001

FLORIDA BAR CERTIFIED *REAL ESTATE LAWYER *†CIVIL TRIAL LAWYER*

WINEIELD A. GARTNER*

FREDERICK R. BROCKT

BERT C. SIMON*

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Your reference no. W01000012448

SOUTHERN FENCE INSTALLATION, INC.

*****87.50

Gentlemen:

Pursuant to your letter of June 1, 2001 (copy enclosed), enclosed, in duplicate, are Articles of Incorporation for the referenced corporation.

Please file these Articles of Incorporation and return a certified copy to us. The effective date of the incorporation is June 12, 2001.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me. Your assistance in this matter is appreciated.

Very truly yours,

Erederick R. Brock

FRB/ph Enclosures

Wol-12448



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 1, 2001

FREDERICK R. BROCK, ESQ. POST OFFICE BOX 10697 JACKSONVILLE, FL 32247-0697

SUBJECT: SOUTHEAST FENCE, INC.

Ref. Number: W01000012448

We have received your document for SOUTHEAST FENCE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown Document Specialist New Filings Section

Letter Number: 001A00033241

EFFECTIVE DATE
6-12-01 FILED

ARTICLES OF INCORPORATION

OF

OF JUN 14 PM 4:18 SECRETARY OF STATE ALLAGASSEE, FLORES.

SOUTHERN FENCE INSTALLATION, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is SOUTHERN FENCE INSTALLATION, INC.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles or upon filing with the Department of State of the State of Florida, in the event these Articles are not filed within five (5) days, exclusive of legal holidays, after execution and acknowledgment.

ARTICLE III

Nature of Business

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States or the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5515 St. Augustine Road, Jacksonville, Florida 32207, and the name of the initial registered agent of the corporation at that address is Patrick J. Saunders. The principal office and registered office are the same.

ARTICLE VI

Directors

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws but shall never be fewer than one. The name and street address of the members of the first board of directors of the corporation are:

NAME

STREET ADDRESS

Patrick J. Saunders

5515 St. Augustine Road Jacksonville, Florida 32207

ARTICLE VII

Incorporator

The name and street address of the incorporator of this corporation is Frederick R. Brock, 1660 Prudential Drive, Suite 203, Jacksonville, Florida, 32207.

ARTICLE VIII

<u>Bylaws</u>

The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, amended or repealed in the manner provided in the bylaws by either the shareholders or the directors.

ARTICLE IX

Restrictions on Transfer of Stock

The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE X

<u>Director Compensation</u>

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 12 day of June, 2001.

Incorporator

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this $\frac{\sqrt{2}}{\text{known}}$ day of June, 2001, by Frederick R. Brock, who is personally known to me and who did not take an oath.



Name: FATRICIA S. HENDERSON Notary Public, State of Florida at Large.

My Commission Expires:

My Commission no. is:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, following is submitted:

SOUTHERN FENCE INSTALLATION, INC.

desiring to organize or qualify under the laws of the State of Florida with its principal place of business in Jacksonville, Florida, has named Patrick J. Saunders, 5515 St. Augustine Road, Jacksonville, Florida, 32207, as its agent to accept service of process within the State of Florida.

Incorporator

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

2001